

Exhibit A



UNITED STATES BANKRUPTCY COURT FOR THE SOUTHERN DISTRICT OF NEW YORK		PROOF OF CLAIM
<p>Name of Debtor (Check Only One) <input checked="" type="checkbox"/> Motors Liquidation Company (f/k/a General Motors Corporation) <input type="checkbox"/> MLCS, LLC (f/k/a Saturn, LLC) <input type="checkbox"/> MLCS Distribution Corporation (f/k/a Saturn Distribution Corporation) <input type="checkbox"/> MLC of Harlem, Inc (f/k/a Chevrolet-Saturn of Harlem, Inc)</p> <p>NOTE: This form should not be used to make a claim for an administrative expense arising after the commencement of the case but may be used for purposes of asserting a claim under 11 U.S.C. § 503(b)(9) (see Item # 5). All other requests for payment of an administrative expense should be filed pursuant to 11 U.S.C. § 503.</p>	<p>Case No. <u>09-50026 (REG)</u> ✓ <u>09-50027 (REG)</u> <u>09-50028 (REG)</u> <u>09-13558 (REG)</u></p>	<p style="text-align: center;">PROOF OF CLAIM</p> <p style="text-align: center;"><u>Your Claim is Scheduled As Follows.</u></p> <p style="text-align: center;">FILED - 14061</p> <p style="text-align: center;">MOTORS LIQUIDATION COMPANY F/K/A GENERAL MOTORS CORP SDNY # 09-50026 (REG)</p> <div style="text-align: center; border: 1px solid black; border-radius: 50%; width: 100px; margin: 10px auto; padding: 5px;"> <p>THE GARDEN CITY GROUP, INC. OCT 21 2009</p> </div> <p>If an amount is identified above, you have a claim scheduled by one of the Debtors as shown. (This scheduled amount of your claim may be an amendment to a previously scheduled amount.) If you agree with the amount and priority of your claim as scheduled by the Debtor and you have no other claim against the Debtor, you do not need to file this proof of claim form, EXCEPT AS FOLLOWS. If the amount shown is listed as DISPUTED, UNLIQUIDATED, or CONTINGENT, a proof of claim MUST be filed in order to receive any distribution in respect of your claim. If you have already filed a proof of claim in accordance with the attached instructions, you need not file again.</p>
<p>Name of Creditor (the person or other entity to whom the debtor owes money or property) <u>FRANCES H. CATERINA</u></p>	<p>* Exhibits "D" & "E"</p> <p><input type="checkbox"/> Check this box to indicate that this claim amends a previously filed claim</p> <p>Court Claim Number <u>1891 &</u> (If known) * <u>3158</u></p> <p>Filed on <u>6/17/09 &</u> <u>7/6/09</u></p>	
<p>Name and address where notices should be sent <u>FRANCES H. CATERINA,</u> <u>202 Kenyon Dr.,</u> <u>Peckville, PA 18452</u></p> <p>Telephone number <u>(570) 489-8741</u> Email Address _____</p>	<p><input type="checkbox"/> Check this box if you are aware that anyone else has filed a proof of claim relating to your claim. Attach copy of statement giving particulars</p> <p><input type="checkbox"/> Check this box if you are the debtor or trustee in this case</p>	
<p>Name and address where payment should be sent (if different from above) <u>Morgan Stanley/Smith Barney Attn:</u> <u>Michael Loughney c/o</u> <u>111 N. Washington Ave., STE 201</u> <u>Scranton, PA. 18503</u></p> <p>Telephone number <u>570-961-7735</u></p>	<p><input type="checkbox"/> Check this box if claim includes interest or other charges in addition to the principal amount of claim. Attach itemized statement of interest or charges</p>	
<p>1 Amount of Claim as of Date Case Filed, June 1, 2009 <u>\$ 26,000 Corp Bonds IRA</u></p> <p>If all or part of your claim is secured, complete item 4 below, however, if all of your claim is unsecured, do not complete item 4. If all or part of your claim is entitled to priority, complete item 5. If all or part of your claim is asserted pursuant to 11 U.S.C. § 503(b)(9), complete item 5.</p> <p><input checked="" type="checkbox"/> Check this box if claim includes interest or other charges in addition to the principal amount of claim. Attach itemized statement of interest or charges</p>		<p>5 Amount of Claim Entitled to Priority under 11 U.S.C. § 507(a) If any portion of your claim falls in one of the following categories, check the box and state the amount</p> <p>Specify the priority of the claim</p> <p><input type="checkbox"/> Domestic support obligations under 11 U.S.C. § 507(a)(1)(A) or (a)(1)(B)</p> <p><input type="checkbox"/> Wages, salaries, or commissions (up to \$10,950*) earned within 180 days before filing of the bankruptcy petition or cessation of the debtor's business, whichever is earlier - 11 U.S.C. § 507(a)(4)</p> <p><input type="checkbox"/> Contributions to an employee benefit plan - 11 U.S.C. § 507(a)(5)</p> <p><input type="checkbox"/> Up to \$2,425* of deposits toward purchase, lease, or rental of property or services for personal, family, or household use - 11 U.S.C. § 507(a)(7)</p> <p><input type="checkbox"/> Taxes or penalties owed to governmental units - 11 U.S.C. § 507(a)(8)</p> <p><input type="checkbox"/> Value of goods received by the Debtor within 20 days before the date of commencement of the case - 11 U.S.C. § 503(b)(9) (§ 507(a)(2))</p> <p><input type="checkbox"/> Other - Specify applicable paragraph of 11 U.S.C. § 507(a)(____)</p> <p style="text-align: center;">Amount entitled to priority</p> <p style="text-align: center;">\$ _____</p> <p><small>*Amounts are subject to adjustment on 4/1/10 and every 3 years thereafter with respect to cases commenced on or after the date of adjustment</small></p>
<p>2 Basis for Claim <u>See: Exhibits attached "A", "B", & "C"</u> (See instruction #2 on reverse side)</p>		<p>FOR COURT USE ONLY</p>
<p>3 Last four digits of any number by which creditor identifies debtor _____</p> <p>3a Debtor may have scheduled account as _____ (See instruction #3a on reverse side)</p>		
<p>4 Secured Claim (See instruction #4 on reverse side) Check the appropriate box if your claim is secured by a lien on property or a right of setoff and provide the requested information</p> <p>Nature of property or right of setoff <input type="checkbox"/> Real Estate <input type="checkbox"/> Motor Vehicle <input type="checkbox"/> Equipment <input type="checkbox"/> Other Describe _____</p> <p>Value of Property \$ <u>26,000</u> Annual Interest Rate <u> </u>% <u>IRA Bonds</u></p> <p>Amount of arrearage and other charges as of time case filed included in secured claim, if any. \$ _____</p> <p>Basis for perfection _____</p> <p>Amount of Secured Claim. \$ <u>26,000</u> Amount Unsecured \$ _____</p>		
<p>6 Credits. The amount of all payments on this claim has been credited for the purpose of making this proof of claim</p> <p>7 Documents. Attach redacted copies of any documents that support the claim, such as promissory notes, purchase orders, invoices, itemized statements or running accounts, contracts, judgments, mortgages, and security agreements. You may also attach a summary. Attach redacted copies of documents providing evidence of perfection of a security interest. You may also attach a summary. (See instruction 7 and definition of 'redacted' on reverse side)</p> <p>DO NOT SEND ORIGINAL DOCUMENTS. ATTACHED DOCUMENTS MAY BE DESTROYED AFTER SCANNING</p> <p>If the documents are not available, please explain in an attachment</p>		
<p>Signature The person filing this claim must sign it. Sign and print name and title, if any, of the creditor or other person authorized to file this claim and state address and telephone number if different from the notice address above. Attach copy of power of attorney, if any.</p> <p>Date <u>10/15/09</u></p> <p style="font-family: cursive; font-size: 1.2em;">Frances H. Caterina</p>		<p>FOR COURT USE ONLY</p>

INSTRUCTIONS FOR PROOF OF CLAIM FORM

The instructions and definitions below are general explanations of the law. In certain circumstances, such as bankruptcy cases not filed voluntarily by the debtor, there may be exceptions to these general rules. The attorneys for the Debtors and their court-appointed claims agent, The Garden City Group, Inc., are not authorized and are not providing you with any legal advice.

A SEPARATE PROOF OF CLAIM FORM MUST BE FILED AGAINST EACH DEBTOR

PLEASE SEND YOUR ORIGINAL, COMPLETED CLAIM FORM AS FOLLOWS: **IF BY MAIL**, THE GARDEN CITY GROUP, INC., ATTN: MOTORS LIQUIDATION COMPANY CLAIMS PROCESSING, P.O. BOX 9386, DUBLIN, OH 43017-4286; **IF BY HAND OR OVERNIGHT COURIER**, THE GARDEN CITY GROUP, INC., ATTN: MOTORS LIQUIDATION COMPANY CLAIMS PROCESSING, 5151 BLAZER PARKWAY, SUITE A, DUBLIN, OH 43017. PROOFS OF CLAIM MAY ALSO BE HAND DELIVERED TO THE UNITED STATES BANKRUPTCY COURT, SDNY, ONE BOWLING GREEN, ROOM 534, NEW YORK, NEW YORK 10004. **ANY PROOF OF CLAIM SUBMITTED BY FACSIMILE OR E-MAIL WILL NOT BE ACCEPTED.**

THE GENERAL AND GOVERNMENTAL BAR DATE IS NOVEMBER 30, 2009 AT 5 00 P.M. (PREVAILING EASTERN TIME)

Court, Name of Debtor, and Case Number

These chapter 11 cases were commenced in the United States Bankruptcy Court for the Southern District of New York on June 1, 2009. You should select the debtor against which you are asserting your claim.

A SEPARATE PROOF OF CLAIM FORM MUST BE FILED AGAINST EACH DEBTOR

Creditor's Name and Address

Fill in the name of the person or entity asserting a claim and the name and address of the person who should receive notices issued during the bankruptcy case. Please provide us with a valid email address. A separate space is provided for the payment address if it differs from the notice address. The creditor has a continuing obligation to keep the court informed of its current address. See Federal Rule of Bankruptcy Procedure (FRBP) 2002(g).

1 Amount of Claim as of Date Case Filed

State the total amount owed to the creditor on the date of the bankruptcy filing. Follow the instructions concerning whether to complete items 4 and 5. Check the box if interest or other charges are included in the claim.

2 Basis for Claim

State the type of debt or how it was incurred. Examples include goods sold, money loaned, services performed, personal injury/wrongful death, car loan, mortgage note, and credit card. If the claim is based on the delivery of health care goods or services, limit the disclosure of the goods or services so as to avoid embarrassment or the disclosure of confidential health care information. You may be required to provide additional disclosure if the debtor, trustee or another party in interest files an objection to your claim.

3 Last Four Digits of Any Number by Which Creditor Identifies Debtor

State only the last four digits of the debtor's account or other number used by the creditor to identify the debtor, if any.

3a Debtor May Have Scheduled Account As

Use this space to report a change in the creditor's name, a transferred claim, or any other information that clarifies a difference between this proof of claim and the claim as scheduled by the debtor.

4 Secured Claim

Check the appropriate box and provide the requested information if the claim is fully or partially secured. Skip this section if the claim is entirely unsecured. (See DEFINITIONS, below.) State the type and the value of property that secures the claim, attach copies of lien documentation, and state annual interest rate and the amount past due on the claim as of the date of the bankruptcy filing.

5 Amount of Claim Entitled to Priority Under 11 U.S.C. § 507(a)

If any portion of your claim falls in one or more of the listed categories, check the appropriate box(es) and state the amount entitled to priority. (See DEFINITIONS, below.) A claim may be partly priority and partly non-priority. For example, in some of the categories, the law limits the amount entitled to priority.

For claims pursuant to 11 U.S.C. § 503(b)(9), indicate the amount of your claim arising from the value of any goods received by the debtor within 20 days before June 1, 2009, the date of commencement of these cases. (See DEFINITIONS, below.) Attach documentation supporting such claim.

6 Credits

An authorized signature on this proof of claim serves as an acknowledgment that when calculating the amount of the claim, the creditor gave the Debtor credit for any payments received toward the debt.

7 Documents

Attach to this proof of claim form redacted copies documenting the existence of the debt and of any lien securing the debt. You may also attach a summary. You must also attach copies of documents that evidence perfection of any security interest. You may also attach a summary FRBP 3001(c) and (d). If the claim is based on the delivery of health care goods or services, see instruction 2. Do not send original documents, as attachments may be destroyed after scanning.

Date and Signature

The person filing this proof of claim must sign and date it. FRBP 9011. If the claim is filed electronically, FRBP 5005(a)(2) authorizes courts to establish local rules specifying what constitutes a signature. Print the name and title, if any, of the creditor or other person authorized to file this claim. State the filer's address and telephone number if it differs from the address given on the top of the form for purposes of receiving notices. Attach a complete copy of any power of attorney. Criminal penalties apply for making a false statement on a proof of claim.

DEFINITIONS

Debtor

A debtor is the person, corporation, or other entity that has filed a bankruptcy case. The Debtors in these Chapter 11 cases are:

Motors Liquidation Company	
(f/k/a General Motors Corporation)	09-50026 (REG)
MLCS, LLC	
(f/k/a Saturn, LLC)	09-50027 (REG)
MLCS Distribution Corporation	
(f/k/a Saturn Distribution Corporation)	09-50028 (REG)
MLC of Harlem, Inc.	
(f/k/a Chevrolet-Saturn of Harlem, Inc.)	09-13558 (REG)

Creditor

A creditor is the person, corporation, or other entity owed a debt by the debtor on the date of the bankruptcy filing.

Claim

A claim is the creditor's right to receive payment on a debt that was owed by the Debtor on the date of the bankruptcy filing. See 11 U.S.C. § 101(5). A claim may be secured or unsecured.

Proof of Claim

A proof of claim is a form used by the creditor to indicate the amount of the debt owed by the debtor on the date of the bankruptcy filing. The creditor must file the form with The Garden City Group, Inc. as described in the instructions above and in the Bar Date Notice.

Secured Claim Under 11 U.S.C. § 506(a)

A secured claim is one backed by a lien on property of the debtor. The claim is secured so long as the creditor has the right to be

paid from the property prior to other creditors. The amount of the secured claim cannot exceed the value of the property. Any amount owed to the creditor in excess of the value of the property is an unsecured claim. Examples of liens on property include a mortgage on real estate or a security interest in a car. A lien may be voluntarily granted by a debtor or may be obtained through a court proceeding. In some states, a court judgment is a lien. A claim also may be secured if the creditor owes the debtor money (has a right to setoff).

Section 503(b)(9) Claim

A Section 503(b)(9) claim is a claim for the value of any goods received by the debtor within 20 days before the date of commencement of a bankruptcy case in which the goods have been sold to the debtor in the ordinary course of such debtor's business.

Unsecured Claim

An unsecured claim is one that does not meet the requirements of a secured claim. A claim may be partly unsecured if the amount of the claim exceeds the value of the property on which the creditor has a lien.

Claim Entitled to Priority Under 11 U.S.C. § 507(a)

Priority claims are certain categories of unsecured claims that are paid from the available money or property in a bankruptcy case before other unsecured claims.

Redacted

A document has been redacted when the person filing it has masked, edited out, or otherwise deleted, certain information. A creditor should redact and use only the last four digits of any social-security, individual's

tax-identification, or financial-account number, all but the initials of a minor's name and only the year of any person's date of birth.

Evidence of Perfection

Evidence of perfection may include a mortgage, lien, certificate of title, financing statement, or other document showing that the lien has been filed or recorded.

Acknowledgment of Filing of Claim

To receive acknowledgment of your filing from The Garden City Group, Inc., please provide a self-addressed, stamped envelope and a copy of this proof of claim when you submit the original claim to The Garden City Group, Inc.

Offers to Purchase a Claim

Certain entities are in the business of purchasing claims for an amount less than the face value of the claims. One or more of these entities may contact the creditor and offer to purchase the claim. Some of the written communications from these entities may easily be confused with official court documentation or communications from the debtor. These entities do not represent the bankruptcy court or the debtor. The creditor has no obligation to sell its claim. However, if the creditor decides to sell its claim, any transfer of such claim is subject to FRBP 3001(e), any applicable provisions of the Bankruptcy Code (11 U.S.C. § 101 et seq.), and any applicable orders of the bankruptcy court.

Additional Information

If you have any questions with respect to this claim form, please contact Alix Partners at 1 (800) 414-9607 or by e-mail at claims@motorsliquidation.com.

INFORMATION

RETIREMENT ACCOUNT FOR MONTH ENDING NOVEMBER 30, 2002

PAGE 3 OF 6

FRANCES H CATERINA
202 KENYON DR

Account Number
620 034926 079

Corporate Fixed Income

Corporate Bonds

	Current Price	Value	Pct of Assets	Est Yrly Income	Current Yield	Accruing Interest	Additional Information
12,000 HALLIBURTON COMPANY 6 000% FEB/AUG 01 DUE 08/01/06	94 000	11,280 00	12 5%	720	6 38%	238	YIELD TO MATURITY 7 9170% MOODY BAA2 S&P A- (-) ISSUE 07/16/01
20,000 GENERAL MOTORS NOTES 7 200% JAN/JUL 15 DUE 01/15/11 CALLABLE	98 249	19,649 80	21 7%	1,440	7 32%	540	YIELD TO MATURITY 7 4950% MOODY A3 S&P BBB ISSUE 01/11/01
Total Corporate Fixed Income		\$30,929 80	34 2%	\$2,160	6 98%	\$778	
Net Change Since Last Statement		\$30,929 80					

Watchlist and CreditWatch Indicators (*) = developing/uncertain (+) = On Watchlist/CreditWatch Upgrade (-) = On Watchlist/CreditWatch Downgrade
For more information on Watchlist and CreditWatch Indicators, please go to our website at www.morganstanley.com/bondratings

Mutual Funds

Morgan Stanley Mutual Funds

	Current Price	Value	Pct of Assets	Est Yrly Income	Distribution Rate	Fund Plan Number	Symbol	Dividend/ Cap Gains Option
133 593 UTILITIES FUND B	10 0500	1,342 60	1 5%	N/A	N/A	065348730	UTLBX	Reinv/Reinv
Total Mutual Funds		\$1,342 60	1 5%	N/A	N/A			
Net Change Since Last Statement		\$32 06						

Asset Summary

Total Asset Value

Total Net Change In Priced Assets Since Last Statement

Value	Est Yrly Income
\$90,501 30	\$5,101
\$61,932 51	

EXHIBIT A

RETIREMENT ACCOUNT FOR MONTH ENDING SEPTEMBER 30, 2006

PAGE 3 OF 9

FRANCES H CATERINA
202 KENYON DR

Account Number
620 034926 079

Corporate Fixed Income**

Corporate Bonds

20,000 GENERAL MOTORS NOTES
7 200% JAN/JUL 15 DUE 01/15/11

6,000 GENERAL MOTORS
7 700% APR/OCT 15 DUE 04/15/16

Current Price	Value	Pct of Assets	Est Yrly Income	Current Yield	Accruing Interest	Additional Information
92 125	18,425 00	15 0%	1,440	7 81%	299	YIELD TO MATURITY 9 4700% MOODY CAA1 (-) S&P B- ISSUE 01/11/01
87 125	5,227 50	4 3%	462	8 83%	211	YIELD TO MATURITY 9 8070% MOODY CAA1 (-) S&P B- ISSUE 04/15/96
	\$23,652 50	19 3%	\$1,902	8 04%	\$511	
	\$5,727 50					

Total Corporate Fixed Income

Net Change Since Last Statement

Watchlist and CreditWatch Indicators (*) = developing/uncertain (+) = On Watchlist/CreditWatch Upgrade (-) = On Watchlist/CreditWatch Downgrade
For more information on Watchlist and CreditWatch Indicators, please go to our website at www.morganstanley.com/bondratings

Mutual Funds

Morgan Stanley Mutual Funds

158 537 UTILITIES FUND A

	Current Price	Value	Pct of Assets	Est Yrly Income	Distribution Rate	Fund Plan Number	Symbol	Dividend/ Cap Gains Option
15 0600	2,387 57	1 9%	N/A	N/A	N/A	196221337	UTLAX	Reinv/Reinv
	\$2,387 57	1 9%	N/A	N/A	N/A			
	-36 79							

Total Mutual Funds

Net Change Since Last Statement

Asset Summary

Total Asset Value

Total Net Change In Priced Assets Since Last Statement

	Value	Est Yrly Income
	\$122,840 20	\$5,839
	\$12,615 46	

**The "Current Price" and "Value" figures shown for Fixed Income securities are representative values, which may not reflect the value that could actually be obtained in the market. See "Pricing of Securities" at the end of this statement

EXHIBIT B

MorganStanley SmithBarney

CLIENT STATEMENT | For the Period September 1-30, 2009

Holdings

FRANCES H CATERINA
202 KENYON DR

STOCKS

COMMON STOCKS (CONTINUED)

Security Description	Quantity	Total Cost	Share Price	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
DNP SELECT INCOME INC (DNP) Next Dividend Payable 10/13/09	500 000	0 00	8 92	4,462.00	0 00	390 00	8 74
EXELON CORP (EXC) Next Dividend Payable 12/09	200 000	0 00	49 62	9,924 00	0 00	420 00	4 23
EXXON MOBIL CORP (XOM) Next Dividend Payable 12/09	200 000	0 00	68 61	13,722.00	0 00	336 00	2 44
LSI CORP (LSI) Next Dividend Payable 10/01/09	2 000	0 00	5 49	10 98	0 00	—	—
MEDCO HEALTH SOLUTIONS INC (MHS) Next Dividend Payable 10/01/09	12 000	0 00	55 31	663.72	0 00	—	—
MERCK & CO (MRK) Next Dividend Payable 10/01/09	25 000	0 00	31 63	790 75	0 00	38 00	4 80
NCR CORPORATION (NCR) Next Dividend Payable 10/01/09	6 000	0 00	13 82	82.92	0 00	—	—
TERADATA CORP (TDC)	6 000	0 00	27 52	165.12	0 00	—	—
TOTAL STOCKS	Percentage of Assets % 93.6%	Total Cost \$0.00		Market Value \$59,537.91	Unrealized Gain/(Loss) \$0.00	Estimated Annual Income \$3,004.46	Yield % 5.05%

CORPORATE FIXED INCOME

CORPORATE BONDS

Security Description	Face Value	Orig. Total Cost Adj Total Cost	Unit Price	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Yield %
GENERAL MOTORS NOTES CUSIP 370442880 Coupon Rate 7 200%, Matures 01/15/11, Int Semi-Annually Jan/Jul 15, In Default, Issued 01/11/01	20,000 000	—	\$15 25	\$3,050.00	\$0 00	—	—
GENERAL MOTORS CUSIP 370442AU9 Coupon Rate 7 700%, Matures 04/15/16, Int Semi-Annually Apr/Oct 15, In Default, Issued 04/15/96	6,000 000	0 00	15 25	915 00	0 00	—	—

EXHIBIT C

Retirement Account
620-034926-012

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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In Re: Chapter 11 Case No.
GENERAL MOTORS CORP., et al., 09-50026 (REG)
Debtors. (Jointly Administered)
RESPONDENT BOND HOLDER: 7.20% Due 15 Jan 2011 (\$ 20,000)
FRANCES H. CATERINA and All Cusip/isin 370442BBO Claim # 1
Others Similarly Situated, et Al 7.70% Due 15 Apr 2016 (\$ 6,000)
Cusip/isin 370442AU9 Claim # 2
Objector/s (Frances H. Caterina)

OBJECTION / RESPONSE TO NOTICE TO SELL SUBSTANTIALLY
ALL OF DEBTOR'S ASSETS PURSUANT TO MASTER SALE AND PURCHASE AGREE-
MENT WITH VEHICILE ACQUISITION HOLDINGS LLC, A U.S. TREASURY-
SPONSORED PURCHASER

Frances H. Caterina, Bond Holder; and All others Similarly
Situating, et al; do object and oppose the Motion and the Terms of
Sale Procedure Order (MPA) now before the Court as being violative
of all Rights herein reserved under U.C.C. 1-207.7; Anderson U.C.C.
1-207.7, page 437, 3rd Edition.

The Objectors herein further reserve rights under U.C.C 1-103
et sequel and U.C.C. 1-103.6; page 69 Andersons 3rd Edition.

Also! further reservations of rights under U.C.C. 2-721 et
sequel are made (Uniform Commerical Code 2-721 Remedies for Fraud
and for non-fraudulent breach), page 54 Anderson 3rd Edition.

The Objectors contend that they are being denied Trial By Jury
on these matters as is protected them under the Uniform Commerical Code
and F.R.C.P. Rule 38(a); the just relief sought herein.

With the Rights reserved and placed on record any furtherence of
this matter with out regard to the Notice will render constitutional
doubt upon the Court's jurisdiction until the bond holders of Record
recover their entire Bond moneys with full interest to date.

NOTICE to the Court is hereby respectfully submitted :

Respondent Bond Holder Frances H. Caterina and All,
Others Similarly Situated

Date: 13th June 2009
202 Kenyon Dr.
Peckville, PA. 18452
(570) 489-8741

Frances H. Caterina
Frances H. Caterina, et al
"All Rights Reserved UCC 1-207
Explicit., In Pro Se:
without prejudice"

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In Re;

GENERAL MOTORS CORP., et al.,

Debtors.

RESPONDENT BOND HOLDER:

FRANCES H. CATERINA and All

Others Similarly Situated, et Al

Objector/s

Chapter 11 Case No.

09-50026 (REG)

(Jointly Administered)

7.20% Due 15 Jan 2011 (\$ 20,000)

Cusip/isin 370442BBO Claim # 1

7.70% Due 15 Apr 2016 (\$ 6,000)

Cusip/isin 370442AU9 Claim # 2

(Frances H. Caterina)

OBJECTION / RESPONSE TO NOTICE TO SELL SUBSTANTIALLY

ALL OF DEBTOR'S ASSETS PURSUANT TO MASTER SALE AND PURCHASE AGREEMENT WITH VEHICILE ACQUISITION HOLDINGS LLC, A U.S. TREASURY-SPONSORED PURCHASER

Frances H. Caterina, Bond Holder; and All others Similarly Situated, et al; do object and oppose the Motion and the Terms of Sale Procedure Order (MPA) now before the Court as being violative of all Rights herein reserved under U.C.C. 1-207.7; Anderson U.C.C. 1-207.7, page 437, 3rd Edition.

The Objectors herein further reserve rights under U.C.C 1-103 et sequel and U.C.C. 1-103.6; page 69 Andersons 3rd Edition.

Also! further reservations of rights under U.C.C. 2-721 et sequel are made (Uniform Commerical Code 2-721 Remedies for Fraud and for non-fraudulent breach), page 54 Anderson 3rd Edition.

The Objectors contend that they are being denied Trial By Jury on these matters as is protected them under the Uniform Commerical Code and F.R.C.P. Rule 38(a); the just relief sought herein.

With the Rights reserved and placed on record any furtherence of this matter with out regard to the Notice will render constitutional doubt upon the Court's jurisdiction until the bond holders of Record recover their entire Bond moneys with full interest to date.

NOTICE to the Court is hereby respectfully submitted :

Respondent Bond Holder Frances H. Caterina and All,
Others Similarly Situated

Date: 13th June 2009
202 Kenyon Dr.
Peckville, PA. 18452
(570) 489-8741

Frances H. Caterina
Frances H. Caterina, et al

"All Rights Reserved UCC 1-207
Explicit., In Pro Se:
without prejudice"

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

Docket No. 1891 17 June 2009

In Re:

Chapter 11 Case No.

GENERAL MOTORS CORP., et al.,

09-50026 (REG)

Debtors.

(Jointly Administered)

RESPONDENT BOND HOLDER:

7.20% Due 15 Jan 2011 (\$ 20,000)

Cusip/isin 370442BBO Claim # 1

FRANCES H. CATERINA and ALL

7.70% Due 15 Apr 2016 (\$ 6,000)

Others Similarly Situated, et al

Cusip/isin 370442AUG Claim # 2

Objector/s.

(Frances H. Caterina)

JUL 6 2009

REBUTTAL TO OMNIBUS RESPONSE REPLY

U.S. BANKRUPTCY COURT
SO. DIST. OF NEW YORK

Frances H. Caterina, Bond Holder; and all others Similarly Situated, et al; do object, oppose and rebut the Omnibus Response Reply in opposition to the Motion and Terms of Sale Procedure Order (MPA) now before the Court as follows:

1) Trial By Jury is not a statutory right, but rather is a Constitutional Right:

"Where rights secured by the Constitution are involved, there can be no rule making or legislation which abrogate them." (emphasis added)
cite: Ernesto A. Miranda v State of Arizona, 348 US 433, 86 Sup Ct Rpt 1602, n73 p 1608

The Bankruptcy Code, legislative law of rules, cannot abrogate the Constitutional Right to trial by Jury or the assertion thereof.

2) The Omnibus Response Reply failed to address UCC 2-721 Remedies for Fraud and for non-fraudulent breach:

"...a decision produced by fraud on the court is not in essence a decision at all, and never becomes final."
---Kenner, et al vs Commissioner of Internal Revenue, U.S. Court of Appeals, 7C, Sep. Term 1967, Sep. Session 1967, No. 16008, Jan. 5, 1968. Before Hastings, Chief Judge, Castle and Fairchild, Circuit Judges.

See Respondent Bond Holder's REBUTTAL EXHIBIT 'A' Attached.

Frances H. Caterina, Bond Holder; and all others Similarly Situated, et al; submits the hereinabove Rebuttal to Omnibus Response Reply (see attached) respectfully to this Court.

Respondent Bond Holder Frances H. Caterina and All Others Similarly Situated

Date: 30th June 2009
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(5)

Frances H. Caterina
Frances H. Caterina, et al
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without prejudice"